

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF MISSISSIPPI

Filed 10/7/05 at 4:35 P.M.
United States Bankruptcy Court
Northern District of Mississippi
David J. Puddister, Clerk

IN RE:
FF ACQUISITION CORP. D/B/A FLEXIBLE-FLYER
Debtor

CHAPTER 11
CASE NO. 05-16187

MOTION TO ALTER OR AMEND ORDER OF OCTOBER 6, 2005

COMES NOW FF Acquisition Corp. d/b/a Flexible-Flyer (the "Debtor"), and files this its Motion to Alter or Amend Order of October 6, 2005, (the "Motion"), with respect to the deadline for responding to the Amended Emergency Motion for Order Authorizing Debtor to Factor Accounts Receivable and Use Cash Collateral, Granting Security Interests and Adequate Protection, and for Other Relief (the "Financing Motion") and in support thereto, would show unto the Court the following, to-wit:

1. The United States Trustee ("UST") (and only the UST) filed a Motion to Continue the hearing in connection with the Financing Motion.
2. Counsel for the Debtor (and counsel for CIT Group/Commercial Services, Inc., "CIT") agreed to continue the hearing and to give the UST and the Unsecured Creditors Committee additional time within which to respond to the Financing Motion.
3. The Order that was entered on October 6, 2005, grants every creditor additional time to respond to the Financing Motion, and it is not limited to the Unsecured Creditors Committee or the UST.
4. Moreover, extending the deadline until the day before the hearing does not give parties in interest sufficient time within which to meaningfully negotiate any objections that may be filed.

5. Accordingly, the Court should alter or amend the Order of October 6, 2005, so as to change the response deadline to no later than October 17, 2005, at 4:00 o'clock p.m. (CST) and limit the extension to the Unsecured Creditors Committee and the UST.

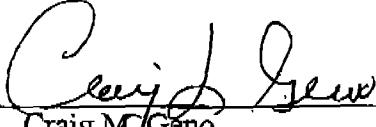
WHEREFORE PREMISES CONSIDERED, the Debtor prays for that upon a hearing hereof before this Honorable Court that will enter an order granting the Motion. The Debtor further prays for such other and more general relief as the Court may deem just.

This, the 7~~4~~ day of October, 2005.

Respectfully submitted,

FF ACQUISITION CORP.
D/B/A FLEXIBLE-FLYER

By Its Attorneys
HARRIS & GENO, PLLC

By: 
Craig M. Geno

OF COUNSEL:

Craig M. Geno - MSB No. 4793
Jeffrey K. Tyree - MSB No. 9049
Melanie T. Vardaman - MSB No. 100392
Harris & Geno, PLLC
587 Highland Colony Parkway (39157)
Post Office Box 3380
Ridgeland, MS 39158-3380
Telephone No.: 601-427-0048
Facsimile No.: 601-427-0050

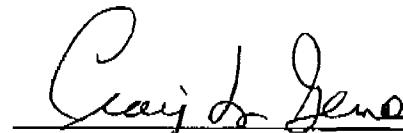
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CERTIFICATE OF SERVICE

I, Craig M. Geno, do hereby certify that I have caused to be served this date, via facsimile and via U. S. Mail, postage prepaid, a true and correct copy of the above and foregoing to the following:

Sammie S. Tharp, Esq. (Fax No.: 601-965-5226)
Office of the United States Trustee
Suite 706, A. H. McCoy Federal Building
100 West Capitol Street
Jackson, MS 39269

THIS, the 24 day of October, 2005.



Craig M. Geno

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF MISSISSIPPI**

In re: FF Acquisitions Corporation Flexible-Flyer

Case no. 05-16187

Debtor In Possession

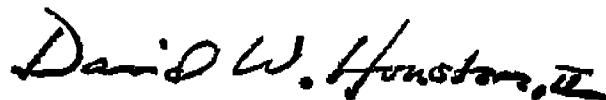
Chapter 11

ORDER

Upon motion of the United States Trustee to continue the hearing on the debtor in possession's Emergency Motion for Order Authorizing Debtor to Factor Accounts Receivable and Use Cash Collateral, Granting Security Interests and Adequate Protection which was scheduled for a final hearing on October 4, 2005, in Aberdeen Mississippi, before the Honorable David W. Houston, III, this matter shall be continued until the 21st day of October, 2005 at the Thad Cochran U. S. Bankruptcy Court at 10:00 a.m.. The response deadline shall be extended until the 20th day of October, 2005, at 4:00 pm CST.

IT IS THEREFORE ORDERED AND ADJUDGED that the motion of the U.S. Trustee to continue the hearing on the debtor in possession's Emergency Motion for Order Authorizing Debtor to Factor Accounts Receivable and Use Cash Collateral, Granting Security Interests and Adequate Protection is hereby sustained and such hearing shall be continued until the 21st day of October, 2005 at the Thad Cochran U. S. Bankruptcy Court at 10:00 a.m.. The response deadline shall be extended until the 20th day of October, 2005, at 4:00 pm CST.

ORDERED AND ADJUDGED on this the 16th day of October, 2005.



David W. Houston, III
United States Bankruptcy Judge

SUBMITTED BY:

/s/ Sammye S. Tharp
Sammye S. Tharp,
Trial Attorney
Office of the U. S. Trustee